

BETHLEHEM SOCCER CLUB

BY-LAWS

(Amended and Restated as of February 12, 2009)

ARTICLE 1: NAME AND ADDRESS

SECTION 1: The name of the organization shall be the "**Bethlehem Soccer Club**".

SECTION 2: The mailing address shall be:

Bethlehem Soccer Club
P.O. Box 1501
Bethlehem, PA 18016

and the web address shall be www.bethlehemsoccerclub.org.

The mailing address may be updated from time to time on the Club's website at www.bethlehemsoccerclub.org, and any such change shall automatically become the Club's mailing address without any further need to amend these by-laws.

ARTICLE 2: PURPOSE; TAX-EXEMPT STATUS

SECTION 1: The purpose of the Club is to (a) promote and develop an interest in youth soccer in the Bethlehem area by sponsoring, organizing and operating competitive and developmental soccer teams for individuals under the age of 19, (b) teach eligible players about the sport of soccer, and (c) help eligible players develop their soccer skills through active participation on a competitive youth soccer team.

The Club is a charitable and educational organization within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 ("IRC Sec. 501(c)(3)"). Notwithstanding any other provision of these by-laws, the Club is organized and operated exclusively for one or more of the exempt purposes set forth in IRC Sec. 501(c)(3). The Club shall not carry on any activity not permitted to be carried on by an exempt organization under IRC Sec. 501(c)(3).

No part of the Club's earnings shall inure to the benefit of any member, trustee, director, officer of the Club, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Club), and no member, trustee, officer of the Club or any private individual shall be entitled to share in the distribution of any of the Club's assets on dissolution.

Except as permitted under the Internal Revenue Code of 1986, no part of the Club's activities shall be carrying on propaganda, or otherwise attempting to influence legislation or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of or in opposition to any candidates for public office.

ARTICLE 3: POLICY STATEMENTS

SECTION 1: WINNING AND SPORTSMANSHIP

Winning is encouraged, but with an emphasis upon good sportsmanship, development of soccer skills, and development of club and team spirit.

SECTION 2: PLAYING TIME

While playing time is important to the development of soccer skills, it is partially determined by the player's ability and game situations, and remains the final determination of the team coach. There is no minimum playing time.

SECTION 3: ATTENDANCE

Players are expected to be present for practices and games. Practice sessions are a vital part of the team effort. Only a coach may authorize a player's absence from a practice or a game. In the event of an absence, the team manager or the coach should be notified in advance if possible.

SECTION 4: DISCIPLINE/BEHAVIOR

Soccer is a tough but clean sport. Fighting and other behavior detrimental to the team will not be tolerated. Any player or coach may be suspended, or any parent barred from Club activities, including practices and games for any actions deemed detrimental to the Club. Also, each coach is responsible for the actions of the team's spectators.

SECTION 5: COACHING PHILOSOPHY

Coaches have great latitude in decisions regarding selection of players, playing time, position assignment, frequency of practice and other areas of team management. Coaches should make a concerted effort to field the strongest team possible.

The term "coaching" shall include both training and coaching. Training includes those programs, exercises and instructional sessions whose specific goals are to improve individual player skills, team play and conditioning. Coaching includes those activities relating to the management of the team, the instruction/directives given to the players during the course of matches, the administrative duties required for the management and preparation of the team and developing long range plans for the improvement and participation of team members.

The Club recognizes that the ability to "coach" is not the same as the ability to "train". The Club encourages coaches to utilize the talents of others, whether those are volunteers or paid assistants, in order to maximize the developmental opportunities of the individual players and to optimize the match play of a team. If an individual team decides to hire a professional trainer, the Club may reimburse up to one-half of the costs subject to approval of the Board.

SECTION 6: SELECTION OF PLAYERS

Only individuals under the age of 19 may tryout for the Club. Individuals will be regarded as being under the age of 19 if he or she will not attain the age of 19 until August 1st of the playing year.

Players will be selected based upon (1) soccer skills, (2) general athletic ability, and (3) such other qualifications as the individual team's coach deems appropriate.

The Club accepts players without regard to race, color, religion, gender, nationality, ancestry, ethnicity, other protected classification or financial status.

SECTION 7: PARENTAL PARTICIPATION

Parents are expected to support Club activities by assisting in fund raising activities, field maintenance and set-up and such other matters as may reasonably be required to advance the Club's purposes.

Parents must acknowledge the Club's Code of Conduct, attached to these by-laws, as part of the Club's usual registration process.

SECTION 8: REFEREES

Spectators, team managers, coaches, parents and players must demonstrate respect for the referees at all times. Abuse of any

referee, either physical or verbal, will not be tolerated by the Club, and may result in disciplinary action to be decided by the Board.

ARTICLE 4: AFFILIATION

The Club is a member of Lehigh Valley Youth Soccer League (LVYSL), the Eastern Pennsylvania Youth Soccer Association (EPYSA) and the United States Youth Soccer Association (USYSA). The Club will make all attempts to work within the framework of these organizations. Any occurrence not specifically covered by these by-laws or its various rules shall be covered by the rules of the LVYSL, EPYSA and USYSA.

ARTICLE 5: BOARD OF DIRECTORS

SECTION 1: THE BOARD

The General Membership shall select a board of directors (the "Board"), which shall administer the affairs of the Club. The Board shall consist of no less than three and no more than nine members comprised of the following positions:

- A. President
- B. Vice President
- C. Treasurer
- D. Secretary
- E. League Representative (2 positions)
- F. Registrar
- G. Vice President - Field Operations
- H. Vice President - Public Relations/Website Manager

SECTION 2: TERMS OF OFFICE

The term of office for all elected members of the Board shall be two (2) years from the date of installation, or for the balance of the term of office if replacing a member of the Board.

SECTION 3: ELECTION OF BOARD

- A. The President shall administer the election and notify the General Membership thirty (30) days prior to the election date.
- B. Votes shall be cast by secret ballot or by a show of hands and the election decided by simple majority of the qualified General Membership present and voting. A General Member is entitled to one vote.

- C. Elections shall be held in the month of November or December for offices opening January 1st.
- D. If not otherwise restricted by the By-laws, any General Member may run for any office. A member can hold and perform the duties of one or more offices, but such member shall only count as one vote for all matters requiring a vote of the Board and shall count only as one Board member for the purpose of these By-laws.
- E. If a member of the Board resigns, is suspended, or is unable to perform their duties, the President may fill the vacancy.
- F. Except for President, Treasurer and Registrar, Board positions may remain vacant for an indeterminate period of time.

SECTION 4: RESPONSIBILITIES AND DUTIES OF OFFICE

- A. **President**: The President shall be responsible for the overall operation of the Club, including the monthly retrieval of and response to correspondence. He/she shall preside at all Club meetings, appoint all committees, and be the general representative of the Club in all legal and other matters. The President is an ex-officio member of all committees.
- B. **Vice-President**: The Vice-President shall monitor all committee activities. He/she shall preside at meetings in the absence of the President and is responsible for the scheduling and monitoring of tryouts.
- C. **Treasurer**: The Treasurer shall maintain the Club financial records. The Treasurer shall make all disbursements by check, including but not limited to league registrations, referee fees, field rentals, uniform purchases, and paint /field supplies. The President or Vice-President must authorize in writing all disbursements.
- D. **Secretary**: The Secretary shall be responsible for the minutes of regularly scheduled meetings, the monitoring of the Club website for correct and accurate information, and the ordering, storing and distribution of patches.
- E. **LVYSL League Representative – Primary and Secondary**: One of the League Representatives shall attend the LVYSL

meeting on the second Tuesday of each month at Northampton Community College.

- F. **Registrar**: The Registrar is responsible for registering the Club and its officials with EPYSA and LVYSL for each season, supervising the registration, addition, transfer, and deletion of players with EPYSA, and acting as the Club liaison between coaches and league registrars.
- G. **Vice President – Field Operations**: The Vice President – Field Operations is responsible for the securing of field leases, the scheduling of the fields, the purchasing of paint and related equipment, the organization of the lining of the fields, and any decisions regarding use of the fields in bad weather.
- H. **Vice President Public Relations/Website Manager**: The Vice President – Public Relations/Website Manager is responsible for maintaining a Club website and publicizing Club tryouts.

SECTION 5: VOTING RIGHTS OF THE BOARD OF DIRECTORS

Each Board member shall have one (1) vote on all matters requiring a vote by the Board. Votes shall be decided by simple majority of those in attendance. A quorum of the Board, at least 1/2, must be present for the vote to be valid.

SECTION 6: AUTHORITY OF THE BOARD OF DIRECTORS

The Board shall operate within the framework of these by-laws. If a situation arises which is not adequately covered by the by-laws, the Board shall have absolute authority over such matters. The Board must approve all expenditures outside of the normal operation of the Club.

SECTION 7: SELECTON OF TEAM MANAGERS AND COACHES

Team managers and coaches are selected, suspended, or dismissed by a majority vote of the Board.

SECTION 8: BOARD OF DIRECTORS MEETINGS

- A. Board meetings are scheduled on a quarterly basis and other such times as required by the President or a majority of the Board. All Board meetings shall be governed by the rules of parliamentary procedure (Roberts Rules of Order). Board Meetings are open to the General Membership.

- B. The Order of Business for all meetings shall be
 - 1. Call to order and roll call/sign in
 - 2. Minutes of the previous meeting
 - 3. Correspondence
 - 4. Reports
 - 5. Old Business/new Business
 - 6. Adjournment

ARTICLE 6: GENERAL MEMBERSHIP

- SECTION 1:
- A. There shall be one (1) class of membership in the Bethlehem Soccer Club - "General Membership."
 - B. General Members of this Club shall include all persons who are elected or appointed to the Board, all persons selected as team managers or coaches, parents of player participants, and other officials appointed by the Board. Each person in this group shall have voting privileges and be known as a "General Member."
 - C. Except for members of the Board, the term of membership shall be for the duration of the playing year.
 - E. The playing year of the Club shall be from August 1st through July 31st of the subsequent year.
 - F. On all matters requiring action by the General Membership, each General Member shall have one vote.
 - G. A General Member must be present to vote.

SECTION 2: RESPONSIBILITIES AND DUTIES OF MEMBERS

All members agree, as a condition of membership, to abide by the Club's By-laws.

SECTION 3: GENERAL MEMBERSHIP MEETINGS

- A. General Membership meetings shall be scheduled at least once per year and at other such times as required by the President or a majority of the Board.
- B. All General Membership meetings shall be governed by the rules of parliamentary procedures (Robert Rules of Order).

- C. The Order of Business for all meetings shall be:
 - 1. Call to order and roll call/sign in
 - 2. Minutes of the previous meeting
 - 3. Correspondence
 - 4. Reports
 - 5. Old Business/new Business
 - 6. Adjournment

ARTICLE 7: FUNDING AND GENERAL MATTERS

SECTION 1: FUNDING POLICY STATEMENTS

- A. The Club is a non-profit organization and its fiscal year ends on December 31st.
- B. The Club shall fund itself by accepting contributions from members, sponsors, other interested parties, and from fund raising activities. The Club may charge a registration fee for players on Club teams, in such amounts as determined from time to time by the Board, provided that such fee may be reduced or eliminated if it would impose a financial hardship on a child's family.
- C. All contributions received, and all amounts raised through fundraising events shall be used only to accomplish Club objectives sanctioned by the Board.
- E. All contributions received shall be deposited in the Club's checking account, and managed by the Treasurer. Excess amounts in checking may be transferred to a savings account.
- F. In the event of dissolution, all of the remaining assets and property of the Club shall, after payment of necessary expenses thereof, be distributed to such organizations as shall qualify under IRC Sec. 501(c)(3) or to the Federal government or State or local government for public purpose, subject to the approval of a Justice of the Pennsylvania Supreme Court.
- G. All disbursements shall be made through the Club's checking account and shall be signed by the Treasurer and authorized by the President or the Vice-President.
- H. The Club shall maintain a savings account and a checking account at a local Bethlehem, PA area bank.

SECTION 2: GENERAL MATTERS

- A. Ad hoc committees can be formed at the discretion of the President, with prior approval of the Board.
- B. The Board can amend the By-Laws by a 2/3 vote of the Board.

BETHLEHEM SOCCER CLUB

CODE OF CONDUCT

Parents, players, coaches and fans represent BSC when our teams play. The actions of one affect the image of all. This Code of Conduct encourages us to work together and play with good sportsmanship and to treat each other and all participants with respect.

Players, parents and fans are expected to:

- Abide by team and BSC rules;
- Respect a coach's decisions and follow his or her instructions;
- Avoid inappropriate behavior during practices, games, team or BSC-sponsored events and tournaments;
- Waiting 24 hours before approaching a coach with a complaint (BSC's 24/hour rule);
- Attend practices, games and tournaments to which your team is committed;
- Treat teammates, members of BSC (including parents and family members), opponents, coaches, referees and other officials respectfully;
- Care for your uniform, BSC equipment and fields. When attending a practice or a game, be timely and wear the appropriate training gear and/or uniform; and
- Remember that under the rules of soccer, a coach can be ejected from a game because of the conduct of a parent, or a team can forfeit a game because of the conduct of a parent.

Coaches are expected to:

- Abide by team and BSC rules;
- Set high standards for themselves and their players' conduct;
- Set team rules, including attendance rules, and fairly and equally apply these rules;
- Treat all players, honestly, fairly, positively and respectfully;
- Be committed to helping each player develop soccer skills and game understanding;
- Communicate openly, honestly and professionally with players and parents; and
- Represent BSC in a professional manner with any actions being beyond reproach;
- Act professionally at all times.

Most minor violations of this Code of Conduct should be resolved within the team, through the team manager and/or coach. Serious or unresolved violations should be reported initially to the Board to make a final determination of what action, if any, may be appropriate. As a member of BSC, you are responsible for your own actions, and will be held accountable for such actions.